

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
SEARS HOLDINGS CORPORATION, et)	Case No. 18-23538 (RDD)
<i>al.</i>)	
)	(Jointly Administered)
Debtors.)	

**ORDER GRANTING POLSINELLI PC'S FIRST AND FINAL APPLICATION FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon consideration of Polsinelli PC's *First and Final Application for Allowance of Compensation and Reimbursement of Expenses in Excess of Tier 3 Ordinary Course Professional Monthly Cap for the Month of January 2019* [ECF No. 5106,] (the "**Application**") under 11 U.S.C. § 330 for professional services rendered and expenses incurred from January 1, 2019 through January 31, 2019 as special counsel to the debtors and debtors in possession herein, and the Declaration of Mark A. Gershon in Support of Polsinelli PC's First and Final Fee Application for Compensation and Reimbursement of Fees and Expenses in Excess of Tier 3 Ordinary Course Professional Monthly Cap for the Month of January 2019 [ECF No. 5107] (the "**Gershon Declaration**"); and the Court having jurisdiction to consider the Application and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)(-b) and 1334(b) and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Application and the relief request therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application and the deadline for filing objections to the relief requested therein having been provided; and there having been no objections filed to the relief granted herein; and a hearing having been held before this court to consider the Application on September 25, 2019 (the "**Hearing**"); and upon the record of the Hearing; and due notice having been given pursuant to Federal Rules of Bankruptcy

Procedure 2002(a)(6) and (c)(2); and due consideration having been given to any responses thereto; and sufficient cause having been shown therefor, it is hereby

ORDERED that the Application is granted to the extent set forth in the attached Schedule **B**.

ORDERED that the Debtors are authorized and directed upon entry of this order to remit payment to Polsinelli PC in the amounts set forth in the attached Schedules.

ORDERED that the Court shall retain jurisdiction to hear and determine all matters arising from or related to this Order.

Dated: December 2, 2019
White Plains, New York

/s/ Robert D. Drain
THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

Case No.: 18-23538 (RDD)

Case Name: In re Sears Holdings Corporation, *et al.*

CURRENT INTERIM FEE PERIOD

Schedule A

[Insert Date Range] N/A

(1) Applicant	(2) Date/Document Number of Application	(3) Interim Fees Requested on Application	(4) Fees Allowed	(5) Fees to be Paid for Current Fee Period	(6) Fees to be Paid for Prior Fee Period(s) (if any) (i.e., Holdback Release)	(7) Total Fees to be Paid	(8) Interim Expenses Requested	(9) Expenses to be Paid for Current Fee Period
	N.A.							

Dated Order Signed: 12/2/2019

Initials: RDD USBJ

Case No.: 18-23538 (RDD)

Case Name: Sears Holdings Corporation, *et al.*

FINAL FEE APPLICATION TOTALS

Schedule B

[January 1-3, 2019]

(1) Applicant	(2) Total Fees Requested	(3) Total Fees Paid	(4) Total Expenses Requested	(5) Total Expenses Paid
Polsinelli PC	\$88,350.84	0	0	0

Dated Order Signed: 12/2/2019

Initials: RDD USBJ